



ADOPTED

BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

20 March 13, 2012

Sachi A. Hamai
SACHI A. HAMAI
EXECUTIVE OFFICER

Los Angeles County
Board of Supervisors

Gloria Molina
First District

Mark Ridley-Thomas
Second District

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Third District

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Fourth District

Michael D. Antonovich
Fifth District

Mitchell H. Katz, M.D.
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Hal F. Yee, Jr., M.D., Ph.D.
Chief Medical Officer

John F. Schunhoff, Ph.D.
Chief Deputy Director

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*To ensure access to high-quality,
patient-centered, cost-effective
health care to Los Angeles
County residents through direct
services at DHS facilities and
through collaboration with
community and university
partners*



www.dhs.lacounty.gov

March 06, 2012

The Honorable Board of Supervisors
County of Los Angeles
383 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, California 90012

Dear Supervisors:

**APPROVAL OF AMENDMENTS TO PROPOSITION A DIETARY SERVICES
AND NON-PROPOSITION A CONCESSION SERVICES AGREEMENTS
(ALL DISTRICTS)
(4 VOTES)**

SUBJECT

Request approval of amendments to extend the term of existing Proposition A agreements for dietary services and non-Proposition A agreement for concession services at various Department of Health Services facilities.

IT IS RECOMMENDED THAT YOUR BOARD:

1. Approve and instruct the Chairman to sign the attached Amendment No. 16 to Proposition A (Prop A) Agreement No. 70295 with Morrison Management Specialists, Inc., dba Morrison Health Care, Inc. (Morrison), effective upon approval by your Board, to extend the term of the Agreement for the period of April 1, 2012 through September 30, 2012, for the continued provision of dietary services at Harbor-UCLA Medical Center (H-UCLA MC) for an estimated cost of \$2,567,058.
2. Approve and instruct the Chairman to sign the attached Amendment No. 7 to Prop A Agreement No. 74158 with Morrison, effective upon approval by your Board, to extend the term of the Agreement for the period of April 1, 2012 through September 30, 2012, for the continued provision of dietary and concession services at LAC+USC Medical Center (LAC+USC MC) for an estimated cost of \$5,166,546.
3. Approve and instruct the Chairman to sign the attached Amendment No. 16

to Prop A Agreement No. 70294 with Morrison, effective upon approval by your Board, to extend the term of the Agreement for the period of April 1, 2012 through September 30, 2012, for the continued provision of dietary services at Martin Luther King, Jr. Multi-Service Ambulatory Care Center (MLK MACC), and Hubert H. Humphrey Comprehensive Health Center (Humphrey CHC) for an estimated cost of \$678,058 and \$24,606, respectively.

4. Approve and instruct the Chairman to sign the attached Amendment No. 17 to Prop A Agreement No. 70694 with Morrison, effective upon approval by your Board, to extend the term of the Agreement for the period of April 1, 2012 through September 30, 2012, for the continued provision of dietary and concession services at Olive View-UCLA Medical Center (OV-UCLA MC) and registered dietician services at High Desert Multi-Service Ambulatory Care Center (HD MACC) for an estimated cost of \$2,052,802 and \$25,638, respectively.

5. Approve and instruct the Chairman to sign the attached Amendment No. 17 to Prop A Agreement No. 68444 with Sodexo Operations, LLC (Sodexo), effective upon approval by your Board, to extend the term of the Agreement for the period of April 1, 2012 through September 30, 2012, for the continued provision of dietary and concession services at Rancho Los Amigos National Rehabilitation Center (RLANRC), for an estimated cost of \$2,136,870.

6. Authorize the Director of Health Services (Director), or his designee, to execute the attached Amendment No. 17 to non-Prop A Agreement No. H-211094 with Morrison, effective upon approval by your Board, to extend the term of the Agreement for the period of April 1, 2012 through September 30, 2012, for the continued provision of concession services at H-UCLA MC, with estimated revenue of \$39,000.

7. Delegate authority to the Director, or his designee, to extend all the services under the agreements on a month-to-month basis for an additional six-month period at the same rates, effective October 1, 2012 through March 31, 2013.

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTION

Approval of the recommendations will allow for the continued provision of essential dietary and concession services at Department of Health Services (DHS) facilities. The current Agreements expire on March 31, 2012 and additional time is needed to complete the Request for Proposals (RFP) process. The contractors have agreed to hold the same rates, terms and conditions, which includes all current County-mandatory contracting requirements for the proposed six-month extension.

Completion of the current dietary RFP was delayed pending the results of ongoing audits of the current contracts. Based on the audit findings, the Department determined that an addendum to the RFP is warranted to ensure clarity and to strengthen the terms and conditions in the sample agreement that is included in the RFP. These changes include better defining all of the services that a contractor is obligated to perform and, in turn, clarifying how the services are to be categorized for purposes of allowable costs under the contract. The new provisions also will handle rebates which the contractors receive from food manufacturers and will address the County receiving the benefit of those rebates.

The RFP addendum is under development and is expected to be completed by and released to the vendor community by March 2012.

Implementation of Strategic Plan Goals

The recommended actions support Goal 4, Health and Mental Health, of the County's Strategic Plan.

FISCAL IMPACT/FINANCING

The estimated cost for each facility during the recommended extension period is as follows: \$5,166,546 for LAC+USC MC; \$2,567,058 for H-UCLA MC; \$678,058 and \$24,606 for MLK MACC and Humphrey CHC, respectively; \$2,136,870 for RLANRC; and \$2,052,802 and \$25,638 for OV-UCLA MC and HD MACC, respectively; and for a total of \$12,651,578.

Estimated revenue at H-UCLA MC for the concession services is \$39,000 for the six-month extension period.

Funding is included in the DHS Fiscal Year 2011-12 Final Budget and will be requested in future years.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS

The Agreements may be terminated for convenience by the County in its sole discretion, with no less than ten (10) days' written notice.

All the dietary and concession agreements have the current Living Wage language and the contractors are in compliance with the Living Wage Program. The Agreements also include the latest Board policies.

County Counsel has reviewed and approved Exhibits I, II, III, IV, V, and VI as to form.

CONTRACTING PROCESS

Not applicable.

IMPACT ON CURRENT SERVICES (OR PROJECTS)

Board approval of the recommendations will allow for the continued provision of dietary and concession services at DHS facilities.

The Honorable Board of Supervisors

3/6/2012

Page 4

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Mitchell Katz". The signature is written in a cursive, flowing style.

Mitchell H. Katz, M.D.

Director

MHK:jc

Enclosures

c: Chief Executive Office
County Counsel
Executive Office, Board of Supervisors

**DIETARY SERVICES AGREEMENT
HARBOR-UCLA MEDICAL CENTER**

AMENDMENT NO. 16

This Amendment is made and entered into this 13th day of March, 2012
by and between the COUNTY OF LOS ANGELES (hereafter "County"), and
MORRISON MANAGEMENT SPECIALISTS INC., dba MORRISON HEALTH CARE,
INC. (hereafter "Contractor").

WHEREAS, reference is made to that certain document entitled "DIETARY
SERVICES AGREEMENT", dated September 3, 1996, further identified as County
Agreement No. 70295 and any amendments thereto (all hereafter referred to as
"Agreement"); and

WHEREAS, it is the intent of the parties to amend Agreement to extend its term
and to make the changes described hereinafter; and

WHEREAS, Agreement provides that changes in accordance with Paragraph 41,
ALTERATION OF TERMS, may be made in the form of a written amendment which is
formally approved and executed by the parties.

NOW, THEREFORE, the parties agree as follows:

1. This Amendment shall become effective upon approval by the Board of
Supervisors.
2. Agreement Paragraph 1, TERM, Subparagraph A, shall be deleted in its
entirety and replaced by the following:

70295
SUPPLEMENT 16

"1. TERM:

A. The term of this Agreement shall commence on September 1, 1996, and shall continue in full force and effect to and including September 30, 2012, unless sooner canceled or terminated as provided herein. The Director of Health Services may extend the Agreement on a month-to-month basis for up to six months through March 31, 2013, under the same terms and conditions. Any such extension shall be memorialized through an amendment in accordance with the process set forth in Agreement Paragraph 42, CHANGE NOTICES AND AMENDMENTS."

3. Monthly payment shall remain the same as referenced in Amendment No. 14, Schedule 15.

4. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

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IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be executed by its Chairman and Contractor has caused this Amendment to be executed in its behalf by its duly authorized officer, the day, month, and year first above written.

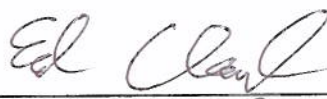
COUNTY OF LOS ANGELES

By: 
Chairman, Board of Supervisors

ATTEST:

SACHI A. HAMAI
Executive Officer of the
Board of Supervisors of
the County of Los Angeles

MORRISON MANAGEMENT SPECIALISTS, INC.,
dba MORRISON HEALTH CARE, INC.
Contractor

By: 
Title: RVP

By: 
Deputy

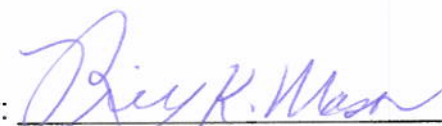


I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

SACHI A. HAMAI
Executive Officer
Clerk of the Board of Supervisors

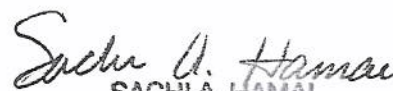
By: 
Deputy

APPROVED AS TO FORM
BY THE OFFICE OF THE COUNTY COUNSEL:

By: 
County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

20 MAR 13 2012


SACHI A. HAMAI
EXECUTIVE OFFICER

170295 SUPPLEMENT 16

**DIETARY SERVICES AGREEMENT
LAC+USC MEDICAL CENTER**

AMENDMENT NO. 7

This Amendment is made and entered into this 13th day of March, 2012
by and between the COUNTY OF LOS ANGELES (hereafter "County"), and
MORRISON MANAGEMENT SPECIALISTS INC., dba MORRISON HEALTH CARE,
INC. (hereafter "Contractor").

WHEREAS, reference is made to that certain document entitled "DIETARY
SERVICES AGREEMENT", dated September 17, 2002, further identified as County
Agreement No. 74158 and any amendments thereto (hereafter referred to as
"Agreement"); and

WHEREAS, it is the intent of the parties to amend Agreement to extend its term
and to make the changes described hereinafter; and

WHEREAS, said Agreement provides that changes in accordance with
Paragraph 42.0, ALTERATION OF TERMS, may be made in the form of a written
amendment which is formally approved and executed by the parties.

NOW, THEREFORE, the parties hereby agree as follows:

1. This Amendment shall become effective upon approval by the Board of
Supervisors.
2. Agreement Paragraph 1.0, TERM, Subparagraph 1.1, shall be deleted in
its entirety and replaced by the following:

“1.0. TERM:

1.1. This Agreement shall become effective on October 1, 2002 and shall continue in full force and effect to and including September 30, 2012, unless sooner canceled or terminated as provided herein. The Director of Health Services may extend the Agreement on a month-to-month basis for up to six months through March 31, 2013, under the same terms and conditions. Any such extension shall be memorialized through an amendment in accordance with the process set forth in Agreement Paragraph 43.0, CHANGE NOTICES AND AMENDMENTS.”

3. Monthly payment shall remain the same as referenced in Amendment No. 2, Schedule 3.

4. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

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IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be executed by its Chairman and Contractor has caused this Amendment to be executed in its behalf by its duly authorized officer, the day, month, and year first above written.


COUNTY OF LOS ANGELES

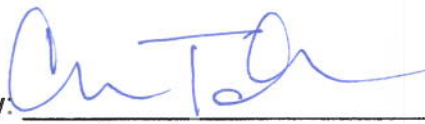
By: 
Chairman, Board of Supervisors

ATTEST:

SACHI A. HAMAI
Executive Officer of the
Board of Supervisors of
the County of Los Angeles


MORRISON MANAGEMENT SPECIALISTS, INC.,
dba MORRISON HEALTH CARE, INC.
Contractor

By: 
Title: RVP

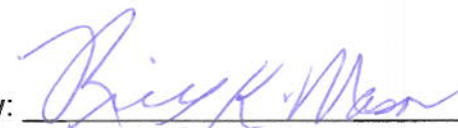
By: 
Deputy



I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

SACHI A. HAMAI
Executive Officer
Clerk of the Board of Supervisors
By: 
Deputy

APPROVED AS TO FORM
BY THE OFFICE OF THE COUNTY COUNSEL:

By: 
County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

20 MAR 13 2012


SACHI A. HAMAI
EXECUTIVE OFFICER

**DIETARY SERVICES AGREEMENT
MARTIN LUTHER KING, JR. MULTI-SERVICE AMBULATORY CARE CENTER**

AMENDMENT NO. 16

This Amendment is made and entered into this 13th day of March, 2012
by and between the COUNTY OF LOS ANGELES (hereafter "County"), and
MORRISON MANAGEMENT SPECIALISTS INC., dba MORRISON HEALTH CARE,
INC. (hereafter "Contractor").

WHEREAS, reference is made to that certain document entitled "DIETARY
SERVICES AGREEMENT", dated September 3, 1996, and further identified as County
Agreement No. 70294 and any amendments thereto (all hereafter referred to as
"Agreement"); and

WHEREAS, the services included hereunder provide for a part-time registered
dietician at Hubert H. Humphrey Comprehensive Health Center; and

WHEREAS, it is the intent of the parties hereto to amend Agreement to extend its
term and to make the changes described hereinafter; and

WHEREAS, said Agreement provides that changes in accordance with
Paragraph 41, ALTERATION OF TERMS, may be made in the form of a written
amendment which is formally approved and executed by the parties.

NOW, THEREFORE, the parties hereby agree as follows:

1. This Amendment shall become effective upon approval by the Board of
Supervisors.

70294
SUPPLEMENT
16

2. Agreement Paragraph 1, TERM, Subparagraph A, shall be deleted in its entirety and replaced by the following:

“1. TERM:

A. The term of this Agreement shall commence on September 1, 1996, and shall continue in full force and effect to and including September 30, 2012, unless sooner canceled or terminated as provided herein. The Director of Health Services may extend the Agreement on a month-to-month basis for up to six months through March 31, 2013, under the same terms and conditions. Any such extension shall be memorialized through an amendment in accordance with the process set forth in Agreement Paragraph 42, CHANGE NOTICES AND AMENDMENTS.”

3. Monthly payment shall remain the same as referenced in Amendment No. 13, Schedule 14.

4. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

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IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be executed by its Chairman and Contractor has caused this Amendment to be executed in its behalf by its duly authorized officer, the day, month, and year first above written.

COUNTY OF LOS ANGELES

By: 
Chairman, Board of Supervisors

ATTEST:

SACHI A. HAMAI
Executive Officer of the
Board of Supervisors of
the County of Los Angeles

MORRISON MANAGEMENT SPECIALISTS, INC.,
dba MORRISON HEALTH CARE, INC.

Contractor

By: 


Title: RVP

By: 
Deputy



I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

SACHI A. HAMAI
Executive Officer
Clerk of the Board of Supervisors

By: 
Deputy

APPROVED AS TO FORM
BY THE OFFICE OF THE COUNTY COUNSEL:

By: 
County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

20 MAR 13 2012


SACHI A. HAMAI
EXECUTIVE OFFICER

70294 SUPPLEMENT 16

**AGREEMENT FOR DIETARY SERVICES
AT OLIVE VIEW-UCLA MEDICAL CENTER**

AMENDMENT NO. 17

This Amendment is made and entered into this 13th day of March, 2012
by and between the COUNTY OF LOS ANGELES (hereafter "County"), and
MORRISON MANAGEMENT SPECIALISTS INC., dba MORRISON HEALTH CARE,
INC. (hereafter "Contractor").

WHEREAS, reference is made to that certain document entitled "AGREEMENT
FOR DIETARY SERVICES AT OLIVE VIEW-UCLA MEDICAL CENTER", dated
May 13, 1997, further identified as County Agreement No. 70694 and any amendments
thereto (all hereafter referred to as Agreement"); and

WHEREAS, the services included hereunder provide for a part-time registered
dietician at High Desert Health System; and

WHEREAS, it is the intent of the parties hereto to amend Agreement to extend its
term and to make the changes described hereinafter; and

WHEREAS, said Agreement provides that changes in accordance with
Paragraph 41, ALTERATION OF TERMS, may be made in the form of a written
amendment which is formally approved and executed by the parties.

NOW, THEREFORE, the parties hereby agree as follows:

1. This Amendment shall become effective upon approval by the Board of
Supervisors.

2. Agreement Paragraph 1, TERM, Subparagraph A, shall be deleted in its entirety and replaced by the following:

"1. TERM:

A. The term of this Agreement shall commence on June 1, 1997, and shall continue in full force and effect to and including September 30, 2012, unless sooner canceled or terminated as provided herein. The Director of Health Services may extend the Agreement on a month-to-month basis for up to six months through March 31, 2013, under the same terms and conditions. Any such extension shall be memorialized through an amendment in accordance with the process set forth in Agreement Paragraph 42, CHANGE NOTICES AND AMENDMENTS."

3. Monthly payment shall remain the same as referenced in Amendment No. 15, Exhibit B-14.

4. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

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IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be executed by its Chairman and Contractor has caused this Amendment to be executed in its behalf by its duly authorized officer, the day, month, and year first above written.

COUNTY OF LOS ANGELES

By: [Signature]
Chairman, Board of Supervisors

ATTEST:

SACHI A. HAMAI
Executive Officer of the
Board of Supervisors of
the County of Los Angeles

MORRISON MANAGEMENT SPECIALISTS, INC.,
dba MORRISON HEALTH CARE, INC.
Contractor

By: [Signature]
Title: AVP

By: [Signature]
Deputy



I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

SACHI A. HAMAI
Executive Officer
Clerk of the Board of Supervisors

By: [Signature]
Deputy

APPROVED AS TO FORM
BY THE OFFICE OF THE COUNTY COUNSEL:

By: [Signature]
County Counsel

ADOPTED
BOARD OF SUPERVISORS
COUNTY OF LOS ANGELES

20 MAR 13 2012

[Signature]
SACHI A. HAMAI
EXECUTIVE OFFICER

70694 SUPPLEMENT 17

**AGREEMENT FOR DIETARY SERVICES
AT RANCHO LOS AMIGOS NATIONAL REHABILITATION CENTER**

AMENDMENT NO. 17

This Amendment is made and entered into this 13th day of March, 2012
by and between the COUNTY OF LOS ANGELES (hereafter "County"), and SODEXO
OPERATIONS, LLC (hereafter "Contractor").

WHEREAS, reference is made to that certain document entitled "AGREEMENT
FOR DIETARY SERVICES AT RANCHO LOS AMIGOS MEDICAL CENTER", dated
July 18, 1995, further identified as County Agreement No. 68444 and any amendments
thereto (all hereafter referred to as "Agreement"); and

WHEREAS, it is the intent of the parties hereto to amend Agreement to extend its
term and to make the changes described hereinafter; and

WHEREAS, said Agreement provides that changes in accordance with
Paragraph 41, ALTERATION OF TERMS, may be made in the form of a written
amendment which is formally approved and executed by the parties.

NOW, THEREFORE, the parties hereby agree as follows:

1. This Amendment shall become effective upon approval by the Board of
Supervisors.
2. Agreement Paragraph 1, TERM, Subparagraph A, shall be deleted in its
entirety and replaced by the following:

"1. TERM:

A. The term of this Agreement shall commence on August 1, 1995, and shall continue in full force and effect to and including September 30, 2012, unless sooner canceled or terminated as provided herein. The Director of Health Services may extend the Agreement on a month-to-month basis for up to six months through March 31, 2013, under the same terms and conditions. Any such extension shall be memorialized through an amendment in accordance with the process set forth in Agreement Paragraph 42, CHANGE NOTICES AND AMENDMENTS."

3. Monthly payment shall remain the same as referenced in Amendment No. 13, Schedule 13.

4. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

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IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be executed by its Chairman and Contractor has caused this Amendment to be executed in its behalf by its duly authorized officer, the day, month, and year first above written.

COUNTY OF LOS ANGELES

By: [Signature]
Chairman, Board of Supervisors

ATTEST:

SACHI A. HAMAI
Executive Officer of the
Board of Supervisors of
the County of Los Angeles

SODEXO OPERATIONS, LLC
Contractor

By: [Signature]
Title: Division Vice President

By: [Signature]
Deputy



I hereby certify that pursuant to
Section 25103 of the Government Code,
delivery of this document has been made.

SACHI A. HAMAI
Executive Officer
Clerk of the Board of Supervisors

By: [Signature]
Deputy

APPROVED AS TO FORM
BY THE OFFICE OF THE COUNTY COUNSEL:

By: [Signature]
County Counsel

ADOPTED
BOARD OF SUPERVISORS

20

MAR 13 2012

[Signature]
SACHI A. HAMAI
EXECUTIVE OFFICER

68444 SUPPLEMENT 17

**CONCESSION SERVICES AGREEMENT
HARBOR-UCLA MEDICAL CENTER**

AMENDMENT NO. 17

This Amendment is made and entered into this ____ day of _____, 2012 by and between the COUNTY OF LOS ANGELES (hereafter "County"), and MORRISON MANAGEMENT SPECIALISTS INC., dba MORRISON HEALTH CARE, INC. (hereafter "Contractor").

WHEREAS, County owns and operates the facility known as Harbor-UCLA Medical Center located at 1000 West Carson Street, Torrance, California 90509, hereinafter referred to as "Medical Center"; and

WHEREAS, the Board of Supervisors is authorized by the provisions of Government Code Section 25536 to grant concessions therein that are consistent with the governmental purposes served thereby; and

WHEREAS, Concessionaire is willing to exercise the grant of such a concession in accordance with the terms and conditions prescribed therefore;

NOW, THEREFORE, in consideration of the mutual promises, covenants and conditions set forth herein, the parties hereby agree as follows:

1. This Amendment shall become effective upon approval by the Board of Supervisors.

2. Agreement Paragraph 3, TERM, Subparagraph 3.0.1, shall be deleted in its entirety and replaced by the following:

“3. TERM

3.01 The term of the Agreement shall commence on May 9, 2000, and shall continue in full force and effect to and including September 30, 2012 unless sooner canceled or terminated as provided herein. The Director of Health Services may extend the Agreement on a month-to-month basis for up to six months through March 31, 2013, under the same terms and conditions. Any such extension shall be memorialized through an amendment in accordance with the process set forth in Agreement Paragraph 35, ENTIRE AGREEMENT, Subparagraph 35.02.”

3. Except for the changes set forth hereinabove, Agreement shall not be changed in any other respect by this Amendment.

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IN WITNESS WHEREOF, the Board of Supervisors of the County of Los Angeles has caused this Amendment to be executed by its Director of Health Services and Contractor has caused this Amendment to be executed in its behalf by its duly authorized officer, the day, month and year first above written.

COUNTY OF LOS ANGELES

By _____
Mitchell H. Katz, M.D.
Director of Health Services

MORRISON MANAGEMENT SPECIALISTS, INC.,
dba MORRISON HEALTH CARE, INC.
Contractor

Signature

By _____
Printed Name

Title _____

APPROVED AS TO FORM
BY THE OFFICE OF THE COUNTY COUNSEL

By: _____
County Counsel